

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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SONTERRA CAPITAL MASTER FUND LTD.,	:
FRONTPOINT EUROPEAN FUND, L.P.,	:
FRONTPOINT FINANCIAL SERVICES FUND,	:
L.P., FRONTPOINT HEALTHCARE FLAGSHIP	: Case No. 15-cv-00871 (SHS)
ENHANCED FUND, L.P., FRONTPOINT	:
HEALTHCARE FLAGSHIP FUND, L.P.,	:
FRONTPOINT HEALTHCARE HORIZONS	:
FUND, L.P., FRONTPOINT FINANCIAL	:
HORIZONS FUND, L.P., FRONTPOINT UTILITY	: <b>DECLARATION OF</b>
AND ENERGY FUND L.P., HUNTER GLOBAL	: <b>PHILIP PRICE ON BEHALF OF TP</b>
INVESTORS FUND I, L.P., HUNTER GLOBAL	: <b>ICAP PLC IN SUPPORT OF FOREIGN</b>
INVESTORS OFFSHORE FUND LTD., HUNTER	: <b>BROKER DEFENDANTS' MOTION TO</b>
GLOBAL INVESTORS SRI FUND LTD., HG	: <b>DISMISS FOR LACK OF PERSONAL</b>
HOLDINGS II LTD., HG HOLDINGS II LTD.,	: <b>JURISDICTION</b>
FRANK DIVITTO, RICHARD DENNIS, and the	:
CALIFORNIA STATE TEACHERS'	:
RETIREMENT SYSTEM on behalf of themselves	:
and all others similarly situated,	:
	:
Plaintiffs,	:
	:
v.	:
	:
CREDIT SUISSE GROUP AG, CREDIT SUISSE	:
AG, JPMORGAN CHASE & CO., THE ROYAL	:
BANK OF SCOTLAND PLC, UBS AG,	:
DEUTSCHE BANK AG, DB GROUP SERVICES	:
UK LIMITED, TP ICAP PLC, TULLETT PREBON:	:
AMERICAS CORP., TULLETT PREBON (USA)	:
INC., TULLETT PREBON FINANCIAL	:
SERVICES LLC, TULLETT PREBON (EUROPE)	:
LIMITED, COSMOREX AG, NEX GROUP	:
LIMITED, ICAP SECURITIES USA LLC, NEX	:
GROUP PLC, INTERCAPITAL CAPITAL	:
MARKETS LLC, GOTTEX BROKERS SA,	:
VELCOR SA AND JOHN DOE NOS. 1-50,	:
	:
Defendants.	:
	:
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I, Philip Price, declare under penalty of perjury as follows:

1. I am the Group General Counsel for TP ICAP plc (“TP ICAP”) based in London, United Kingdom.

2. I submit this Declaration on behalf of TP ICAP in support of Foreign Broker Defendants’ Motion to Dismiss for Lack of Personal Jurisdiction. This Declaration is based upon my personal knowledge unless otherwise noted and is true and correct to the best of my knowledge and belief. Unless another date range is indicated, the following facts were true and correct from January 1, 2001 through the date of this Declaration.

3. TP ICAP was incorporated as Tullett Prebon plc on May 5, 2006. Its name was changed to TP ICAP plc on December 30, 2016. Since incorporation, TP ICAP has been and continues to be a non-operational holding company, organized under the laws of the United Kingdom, with its registered office and principal place of business in London, United Kingdom.

4. TP ICAP had and has no offices in the United States.

5. TP ICAP had and has no employees and conducts no operations.

6. TP ICAP is listed on the London Stock Exchange.

7. TP ICAP did not and does not maintain any bank accounts in the United States.

8. TP ICAP did not and does not pay taxes to the United States government.


9. TP ICAP did not and does not provide brokering or trading services anywhere in the world or employ interdealer brokers.

10. TP ICAP did not and does not broker any derivatives, including any based on CHF LIBOR.

11. TP ICAP did not and does not transact in CHF LIBOR-based derivatives.

I, Philip Price, Group General Counsel for TP ICAP, declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief.

Executed in London, United Kingdom on March 28, 2018.

  
Philip Price